

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: : Chapter 11
LYONDELL CHEMICAL COMPANY, et al., : Case No. 09-10023 (REG)
Reorganized Debtors. : Jointly Administered

FINAL DECREE CLOSING CERTAIN CHAPTER 11 CASES

Upon the motion dated December 3, 2012 (the “**Motion**”) of the Reorganized Debtors¹ for entry of a final decree closing the Completed Cases pursuant to sections 105 and 350(a) of the Bankruptcy Code and Bankruptcy Rule 3022, and for related relief, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and no objection having been filed by any party in interest; and the Court having been satisfied that the still pending contested matters being pursued by the Reorganized Debtors can be pursued in the case of In re Lyondell Chemical Company, Case No. 09-10023 (REG) (the “**Lead Case**”) and the cases of the Schedule III Debtors and that the Pending Adversary Proceedings and contested matters being pursued by the Creditor Representative, the Litigation Trustee, and the Creditor Trustee can be pursued in the Lead Case; and upon consideration of the Motion, the Closing Report of the Reorganized Debtors with respect to the Completed Cases,

¹ Capitalized terms not otherwise defined herein have the meanings ascribed to them in the Motion or the Plan.

and the record and proceedings in these chapter 11 cases; and after due deliberation and good and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Motion is granted, as set forth below.
2. To the extent necessary, objections pending with respect to claims against Completed Case Debtors are hereby deemed transferred to the Lead Case for any further proceedings, and to the extent a party wishing to do so would have been permitted hereafter (i) to object to an unresolved claim in a Completed Case, or (ii) to file a claim under section 502(h) of the Bankruptcy Code against a Completed Case Debtor, such party shall file its objection or claim and all parties shall proceed with respect thereto in the Lead Case.
3. Any and all Pending Adversary Proceedings² shall be heard and resolved in the Lead Case.
4. The undisputed amount and priority of each 502(d) Claim listed on the attached Exhibit 1 are hereby established as set forth therein, provided, however, that no 502(d) Claim is Allowed (as defined in the Plan) or disallowed until the 502(d) Action applicable to such claim is finally resolved and any required payment by the holder of such claim is (or is deemed) made.
5. The closure of the Completed Cases is without prejudice to: (i) the Pending Claims, the Pending Adversary Proceedings, or the 502(d) Actions (including any claims or defenses in connection with any of the foregoing), (ii) the ability of this Court to hear and determine any issues regarding any Pending Claim, Pending Adversary Proceeding, or 502(d) Action, or (iii) the Creditor Representative's, the Creditor Trustee's, or the Litigation Trustee's rights and obligations under the Plan (including pursuant to the Trust Agreements and the Creditor Representative Plan Supplement). For the avoidance of doubt, this final decree (the

² For the avoidance of doubt, the Pending Adversary Proceedings include Highland Capital Management, L.P. v. UBS Securities, LLC, Adv. Pro. No. 11-01728 (REG) (Bankr. S.D.N.Y.).

“Final Decree”) shall have no effect on the Creditor Trustee’s or the Litigation Trustee’s prosecution of any of the Pending Adversary Proceedings (including any amendments or modifications thereto).³

6. The closure of the Completed Cases shall not alter or modify the terms of the Plan.

7. The Completed Cases listed on the attached Exhibit 2 are hereby closed by this Final Decree, provided, however, that the Court shall retain jurisdiction as set forth in Article 12 of the Plan and paragraph KK of the Confirmation Order.

8. Entry of this Final Decree is without prejudice to the right of any party in interest to seek to reopen any of the Completed Cases pursuant to section 350(b) of the Bankruptcy Code and Bankruptcy Rule 5010.

9. For the purposes of calculating U.S. Trustee Fees pursuant to 28 U.S.C. § 1930(a)(6), disbursements made by the Completed Case Debtors up to the date of entry of this Final Decree will be included in the calculation, and the Reorganized Debtors shall pay the appropriate quarterly fee within thirty days thereof. No disbursements after the date of entry of this Final Decree will be included in subsequent calculations, and no minimum quarterly fees shall be payable with respect to the Completed Cases for periods thereafter.

³ The Pending Adversary Proceedings being prosecuted by the Litigation Trustee are: Edward S. Weisfelner, as Trustee of the LB Litigation Trust v. Leonard Blavatnik, et al., Adv. Pro. No. 09-01375 (REG) (Bankr. S.D.N.Y.); Edward S. Weisfelner, as Trustee of the LB Litigation Trust v. NAG Investments, LLC, Adv. Pro. No. 11-01844 (REG) (Bankr. S.D.N.Y.); Edward S. Weisfelner, as Trustee of the LB Litigation Trust v. Alfred R Hoffman Charles Schwab & Co Inc Cust IRA Contributory, et al., Adv. Pro. No. 10-05525 (REG) (Bankr. S.D.N.Y.); and the Assigned Preference Claims. The Pending Adversary Proceedings being prosecuted by the Creditor Trustee are: Edward S. Weisfelner, as Trustee of the LB Creditor Trust v. Fund 1, et al., Adv. Pro. No. 10-04609 (REG) (Bankr. S.D.N.Y.); Edward S. Weisfelner, as Trustee of the LB Creditor Trust v. Stuart Reichman, et al., Adv. Pro. No. 12-01570 (REG) (Bankr. S.D.N.Y.); and Edward S. Weisfelner, as Trustee of the LB Creditor Trust v. Fund 279, Civ. No. 12-8553 (DLC) (S.D.N.Y.).

10. The Reorganized Debtors shall be responsible for obtaining the final decree closing the Lead Case and the Schedule III Debtors, provided that, consistent with Section 5.11 of the Plan, the Reorganized Debtors shall not seek a final decree with respect to the Lead Case “until such time as the Litigation Trust has been dissolved in accordance with the provisions of Sections [sic] 5.7” of the Plan.

11. This Order and Final Decree shall be immediately effective and enforceable upon its entry.

12. The Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the implementation of this Order and Final Decree.

Dated: New York, New York
December 17, 2012

s/ Robert E. Gerber
HON. ROBERT E. GERBER
UNITED STATES BANKRUPTCY JUDGE

AGREED AND CONSENTED TO:

TRACY HOPE DAVIS
UNITED STATES TRUSTEE

By: /s/ Paul K. Schwartzberg
Paul K. Schwartzberg

Exhibit 1

Established Amount and Priority of 502(d) Claims

	Claim No.	Claimant	Asserted Against	\$ Amount	Priority
1	72	EAGLE ELECTRIC MACHINE, INC.	Basell USA Inc.	45,519.00	unsecured
2	219	STEWART & STEVENSON LLC	Basell USA Inc.	4,857.00	unsecured
3	236	KONECRANES INC.	Basell USA Inc.	19,825.00	unsecured
4	485	ANGELS INDUSTRIAL CATERERS TEXAS LLC	Basell USA Inc.	2,381.00	unsecured
5	613	BAER GROUP, THE	Basell USA Inc.	40,467.00	unsecured
6	1111	FIRETROL PROTECTION SYSTEMS, INC.	Basell USA Inc.	34,568.00	unsecured
7	1346	EQUIPMENT DEPOT LP	Basell USA Inc.	4,140.00	unsecured
8	1406	IKON OFFICE SOLUTIONS	Basell USA Inc.	28,739.00	unsecured
9	1534	DESELLE MAGGARD CORP	Basell USA Inc.	11,723.00	unsecured
10	1553	BRENNANS OFFICE INTERIORS	Basell USA Inc.	6,229.00	unsecured
11	1695	OATES METAL DECK & BUILDING PRODUCTS	Basell USA Inc.	576.00	unsecured
12	1798	LAWRENCE PUMPS	Basell USA Inc.	350.00	unsecured
13	1997	LOUISIANA LANDSCAPE LLC	Basell USA Inc.	24,625.00	unsecured
14	3682	JABEZCO	Basell USA Inc.	20,181.00	unsecured
15	3881	ALPHA TECHNOLOGIES SERVICES, L.L.C.	Basell USA Inc.	1,070.00	unsecured
16	4041	ATLAS COPCO COMPRESSORS LLC	Basell USA Inc.	4,237.25	unsecured
17	4186	GREAT WESTERN VALVE LLC	Basell USA Inc.	41,613.00	unsecured
18	4346	HOWELL INDUSTRIES INC	Basell USA Inc.	986.00	unsecured
19	4830	DRAGO SUPPLY COMPANY	Basell USA Inc.	84,770.00	unsecured
20	4835	WEST TENNESSEE RAILROAD	Basell USA Inc.	28,194.00	unsecured
21	4976	THERMO ELECTRON NORTH AMERICA LLC	Basell USA Inc.	2,601.00	unsecured
22	5262	SCOTT-MACON EQUIPMENT RENTAL INC	Basell USA Inc.	1,412.00	unsecured
23	5263	SCOTT MACON LTD	Basell USA Inc.	4,883.00	unsecured
24	5265	SCOTT MACON LTD	Basell USA Inc.	9,070.00	unsecured
25	5882	SHERRY LABORATORIES	Basell USA Inc.	9,810.00	unsecured
26	6521	VAN LONDON COMPANY INC	Basell USA Inc.	257.98	unsecured
27	7011	AMERIGAS	Basell USA Inc.	225.51	unsecured
28	7013	AMERIGAS-BORDENTOWN	Basell USA Inc.	153.81	unsecured
29	7111	BTMU CAPITAL CORPORATION	Basell USA Inc.	82,816.00	unsecured
30	7131	CANNON SLINE	Basell USA Inc.	6,031.00	unsecured
31	7156	CHEETAH TRANS SYSTEMS INC	Basell USA Inc.	4,160.00	unsecured

* Scheduled claim.

	Claim No.	Claimant	Asserted Against	\$ Amount	Priority
32	7162	CHEMPUMP A DIVISION OF TEIKOKU	Basell USA Inc.	112.88	unsecured
33	7206	SECURITAS SECURITY SERVICES USA, INC.	Basell USA Inc.	166,989.00	unsecured
34	7265	DELTA PROCESS EQUIPMENT CO	Basell USA Inc.	361.51	unsecured
35	7437	HENDEE ENTERPRISES INC	Basell USA Inc.	532.19	unsecured
36	7490	INFOGUARD - SECURED DESTRUCTION	Basell USA Inc.	29,393.00	unsecured
38	7626	MAINTECH CORPORATION	Basell USA Inc.	183.34	unsecured
39	7742	NORMAN G JENSEN INC	Basell USA Inc.	492.15	unsecured
40	7789	ONE SOURCE MATERIALS & CONSTRUCTION, INC	Basell USA Inc.	2,027.00	unsecured
41	7793	GALA INDUSTRIES, INC.	Basell USA Inc.	30,508.00	unsecured
42	7807	PITNEY BOWES INC	Basell USA Inc.	103.94	unsecured
43	7928	SAFETY KLEEN	Basell USA Inc.	602.12	unsecured
44	8182	UNITED PARCEL SERVICE	Basell USA Inc.	295.67	unsecured
45	8184	UNITED PARCEL SERVICE	Basell USA Inc.	517.95	unsecured
46	8199	UPS SUPPLY CHAIN SOLUTIONS	Basell USA Inc.	76.51	unsecured
47	8279	YELLOW TRANSPORTATION, INC.	Basell USA Inc.	377.84	unsecured
48	11954	NES RENTALS	Basell USA Inc.	36,545.00	unsecured
49	12093	METSO MINERALS INDUSTRIES, INC.	Basell USA Inc.	102,440.00	unsecured
50	12231	SOUTHSIDE MACHINE WORKS	Basell USA Inc.	18,773.00	unsecured
51	279731	IKON OFFICE SOLUTIONS	Basell USA Inc.	10,000.00	unsecured
52	900204001	MODULAR SPACE CORPORATION	Basell USA Inc.	1,113.00	unsecured
53	901217002	TECH-QUIP, INC.	Basell USA Inc.	871.00	unsecured
54	*3777	FCX PERFORMANCE	Basell USA Inc.	27,499.00	unsecured
55	*7249	De Lage Landen Financial Services	Basell USA Inc.	3,743.00	unsecured
56	*7792	SPARTAN STAFFING	Basell USA Inc.	32,000.00	unsecured
57	75	EBE INDUSTRIAL-DIVISION OF JC CROSS CO.	Equistar Chemicals, LP	44,166.00	unsecured
58	78	INDUSTRIAL PEST MGT	Equistar Chemicals, LP	2,640.00	unsecured
59	81	APPLIED MANUFACTURING TECHNOLOGIES, L.P.	Equistar Chemicals, LP	84,081.00	unsecured
60	130	TELVENT USA, INC	Equistar Chemicals, LP	137,500.00	unsecured
61	159	SUMMIT ELECTRIC SUPPLY	Equistar Chemicals, LP	4,793.00	unsecured
62	183	KONECRANES LIFTING BUSINESSES	Equistar Chemicals, LP	28,802.00	unsecured
63	191	ESTES EXPRESS LINES	Equistar Chemicals, LP	92,527.00	unsecured
64	206	TRITON ANALYTICS CORP.	Equistar Chemicals, LP	673.00	unsecured
65	220	STEWART & STEVENSON LLC	Equistar Chemicals, LP	43,868.00	unsecured
66	280	INDUSTRIAL PEST MGT	Equistar Chemicals, LP	2,294.00	unsecured
67	290	INDUSTRIAL PEST MGT.	Equistar Chemicals, LP	2,850.00	unsecured

* Scheduled claim.

	Claim No.	Claimant	Asserted Against	\$ Amount	Priority
68	337	PEAKER SERVICES INC	Equistar Chemicals, LP	3,260.00	unsecured
69	548	AZTEC BOLTING SERVICES, INC	Equistar Chemicals, LP	24,659.50	unsecured
70	687	GREENE'S ENERGY GROUP, LLC	Equistar Chemicals, LP	18,950.00	unsecured
71	696	WESTERN OILFIELDS SUPPLY CO. D/B/A RAIN	Equistar Chemicals, LP	9,333.00	unsecured
72	697	WESTERN OILFIELDS SUPPLY CO. D/B/A RAIN	Equistar Chemicals, LP	15,295.00	unsecured
73	698	WESTERN OILFIELDS SUPPLY CO. D/B/A RAIN	Equistar Chemicals, LP	15,773.00	unsecured
74	699	WESTERN OILFIELDS SUPPLY CO. D/B/A RAIN	Equistar Chemicals, LP	1,787.00	unsecured
75	701	WESTERN OILFIELDS SUPPLY CO. D/B/A RAIN	Equistar Chemicals, LP	1,096.00	unsecured
76	727	S.D. MYERS INC	Equistar Chemicals, LP	19,417.00	unsecured
77	757	GREENE'S ENERGY GROUP, LLC	Equistar Chemicals, LP	10,518.00	unsecured
78	1131	HOWDEN BUFFALO INC	Equistar Chemicals, LP	9,058.80	unsecured
79	1151	SOUTHEAST TEXAS STARTER	Equistar Chemicals, LP	7,333.00	unsecured
80	1153	SOUTHEAST TEXAS STARTER	Equistar Chemicals, LP	3,953.00	unsecured
81	1177	CCI (CH2M CONSTRUCTORS)	Equistar Chemicals, LP	97,071.00	unsecured
82	1201	MANGAN, INC.	Equistar Chemicals, LP	32,739.00	unsecured
83	1221	SPECIALIZED MAINTENANCE SERVICES, INC.	Equistar Chemicals, LP	1,621.00	unsecured
84	1303	FCX PERFORMANCE, INC.	Equistar Chemicals, LP	23,574.00	unsecured
85	1422	TRI-STATE FIRE CONTROL, INC.	Equistar Chemicals, LP	161,057.00	unsecured
86	1448	TELEDYNE INSTRUMENTS	Equistar Chemicals, LP	3,348.00	unsecured
87	1470	BRIGGS EQUIPMENT, INC.	Equistar Chemicals, LP	76,586.00	unsecured
88	1472	BRIGGS EQUIPMENT, INC.	Equistar Chemicals, LP	7,815.00	unsecured
89	1753	LEONARD TRANSPORTATION	Equistar Chemicals, LP	6,621.00	unsecured
90	1988	SAFESITE INC	Equistar Chemicals, LP	59.68	unsecured
91	2135	LR2 MANAGEMENT K/S, D/B/A THE LR2 POOL	Equistar Chemicals, LP	136,161.97	unsecured
92	2300	TRAMCO PUMP CO.	Equistar Chemicals, LP	254.00	unsecured
93	2455	SEALCO INCORPORATED	Equistar Chemicals, LP	379.00	unsecured
94	2508	TRANE CO.	Equistar Chemicals, LP	12,054.29	unsecured
95	2541	CAMIN CARGO CONTROL	Equistar Chemicals, LP	27,899.00	unsecured
96	2710	INDIANA RAIL ROAD CORPORATION	Equistar Chemicals, LP	23,017.00	unsecured
97	3290	ENPRO INC	Equistar Chemicals, LP	218.00	unsecured
98	3572	BRADLEY'S INC.	Equistar Chemicals, LP	56,929.00	unsecured
99	3638	GAI-TRONICS CORPORATION	Equistar Chemicals, LP	577.15	unsecured
100	3777	HOERBIGER SERVICE INC DBA REVAK CONTROLS	Equistar Chemicals, LP	2,287.00	unsecured
101	3909	EPOXY DESIGN SYSTEMS, INC.	Equistar Chemicals, LP	454,483.53	unsecured
102	3910	ALLIED ELECTRONICS INC	Equistar Chemicals, LP	54.15	unsecured

* Scheduled claim.

	Claim No.	Claimant	Asserted Against	\$ Amount	Priority
103	4040	ATLAS COPCO COMPRESSORS LLC	Equistar Chemicals, LP	6,976.04	unsecured
104	4284	HENEK FLUID PURITY SYSTEMS INC	Equistar Chemicals, LP	563.54	unsecured
105	4413	INDUSTRIAL CONTROLS DISTRIBUTORS LL	Equistar Chemicals, LP	104.46	unsecured
106	4438	INGERSOLL-RAND	Equistar Chemicals, LP	35.72	unsecured
107	4451	AMERIGAS PROPANE LP	Equistar Chemicals, LP	448.56	unsecured
108	4491	INTERNATIONAL EQUIPMENT LOGISTICS	Equistar Chemicals, LP	490.00	unsecured
109	4581	DEER PARK LUMBER CO LTD	Equistar Chemicals, LP	1,764.00	unsecured
110	4631	JOHNSTONE SUPPLY OF NAPERVILLE	Equistar Chemicals, LP	428.49	unsecured
37	4789	APACHE INDUSTRIAL PAINTING/APACHE G	Equistar Chemicals, LP	52,411.00	unsecured
111	4987	SCHULT ENGINEERING CO	Equistar Chemicals, LP	23,331.00	unsecured
112	5147	NATIONAL OILWELL VARCO LP	Equistar Chemicals, LP	4,060.00	unsecured
113	5159	NEPTUNE CHEMICAL PUMP CO	Equistar Chemicals, LP	101.52	unsecured
114	5266	TURNER SPECIALTY SERVICES LLC	Equistar Chemicals, LP	181,883.00	unsecured
115	5299	CHEETAH TRANSPORTATION	Equistar Chemicals, LP	41,313.89	unsecured
116	5333	PATCO LUMBER COMPANY INC	Equistar Chemicals, LP	344.66	unsecured
117	5442	POMP'S TIRE SERVICE INC	Equistar Chemicals, LP	1.79	unsecured
118	5479	PRECO TURBINE & COMPRESSOR SERVICES	Equistar Chemicals, LP	109.25	unsecured
119	5554	PUROLATOR EFP LLC	Equistar Chemicals, LP	247.53	unsecured
120	6101	SUNSOURCE	Equistar Chemicals, LP	2,853.00	unsecured
121	6103	SUNSOURCE TECHNOLOGY SERVICES INC	Equistar Chemicals, LP	2,720.00	unsecured
122	6199	TERRACON	Equistar Chemicals, LP	166.75	unsecured
123	6228	TEXAS GONZALES & NORTHERN RAILWAY	Equistar Chemicals, LP	35,635.00	unsecured
124	6453	UNITED LIFT TRUCK	Equistar Chemicals, LP	27,477.00	unsecured
125	6560	VITRAN EXPRESS	Equistar Chemicals, LP	24,608.00	unsecured
126	6586	WASSON-ECE INSTRUMENTATION INC	Equistar Chemicals, LP	354.00	unsecured
127	6801	BS&B SAFETY SYS C/O FLUID PROCESS	Equistar Chemicals, LP	510.38	unsecured
128	6891	ADVANCED PIPING PRODUCTS INC	Equistar Chemicals, LP	270.38	unsecured
129	6979	CARTER DAY INTERNATIONAL	Equistar Chemicals, LP	27,735.00	unsecured
130	6980	CARTER DAY INTERNATIONAL VP 49461	Equistar Chemicals, LP	5,245.00	unsecured
131	7053	BRYAN CAVE LLP	Equistar Chemicals, LP	1,463.00	unsecured
132	7114	BULKMATIC TRANSPORT	Equistar Chemicals, LP	64,797.00	unsecured
133	7792	GALA INDUSTRIES, INC.	Equistar Chemicals, LP	665.00	unsecured
134	7795	KMT WATERJET SYSTEMS	Equistar Chemicals, LP	93,642.00	unsecured
135	7816	FAIRMONT SUPPLY	Equistar Chemicals, LP	3,027.00	unsecured
136	7920	ROYAL PURPLE INC	Equistar Chemicals, LP	167.88	unsecured

* Scheduled claim.

	Claim No.	Claimant	Asserted Against	\$ Amount	Priority
137	8185	UNITED PARCEL SERVICE/UPS	Equistar Chemicals, LP	392.97	unsecured
138	8564	CIRCUIT BREAKER SALES & REPAIR INC	Equistar Chemicals, LP	22,315.00	unsecured
139	8613	CLINTON COUNTY AREA SOLID WASTE	Equistar Chemicals, LP	4.11	unsecured
140	8833	PA INCORPORATED	Equistar Chemicals, LP	147.90	unsecured
141	8847	PROTECTOSEAL COMPANY C/O ENPRO INC	Equistar Chemicals, LP	287.76	unsecured
142	11947	UNDERGROUND SOLUTIONS INC	Equistar Chemicals, LP	26,830.00	unsecured
143	12083	BARO COMPANIES/ BARO CONTROLS INC.	Equistar Chemicals, LP	2,484.00	unsecured
144	12096	RPS JDC INC (FORMERLY JD CONUSTLING, LP)	Equistar Chemicals, LP	9,337.00	unsecured
145	12117	SERVOMEX CO., INC.	Equistar Chemicals, LP	20,511.58	unsecured
146	12118	SERVOMEX CO., INC.	Equistar Chemicals, LP	18,049.00	unsecured
147	12186	OILFIELD FABRICATION AND MACHINE, INC.	Equistar Chemicals, LP	78,601.00	unsecured
148	12815	HUNTER LEASING LP	Equistar Chemicals, LP	49,244.00	unsecured
149	13020	CENTRAL MIDLAND RAILWAY CO.	Equistar Chemicals, LP	3,932.00	unsecured
150	13153	THERMAL & MECHANICAL EQUIPMENT CO.	Equistar Chemicals, LP	415.00	unsecured
151	13154	THERMAL & MECHANICAL EQUIPMENT	Equistar Chemicals, LP	3,934.00	unsecured
152	13155	THERMAL & MECHANICAL EQUIPMENT COMP	Equistar Chemicals, LP	558.00	unsecured
153	13158	PIPING TECHNOLOGY & PRODUCTS INC	Equistar Chemicals, LP	118.00	unsecured
154	900021901	STEWART & STEVENSON LLC	Equistar Chemicals, LP	1,327.00	unsecured
155	900022101	STEWART & STEVENSON LLC	Equistar Chemicals, LP	1,560.00	unsecured
156	900072601	S.D. MYERS INC	Equistar Chemicals, LP	8,093.00	unsecured
157	900111101	FIRETROL PROTECTION SYSTEMS, INC.	Equistar Chemicals, LP	5,697.00	unsecured
158	900134601	EQUIPMENT DEPOT LP	Equistar Chemicals, LP	727.00	unsecured
159	900204003	MODULAR SPACE CORPORATION	Equistar Chemicals, LP	145,416.00	unsecured
160	900381101	ELECTRALINK INC	Equistar Chemicals, LP	159.00	unsecured
161	900497601	THERMO ELECTRON NORTH AMERICA LLC	Equistar Chemicals, LP	4,915.00	unsecured
162	901264001	TECHNICAL AUTOMATION SERVICE CORP.	Equistar Chemicals, LP	43,450.00	unsecured
163	*4301	HILCORP ENERGY COMPANY	Equistar Chemicals, LP	42,377.00	unsecured
164	*4506	INTERSTATE POWERCARE	Equistar Chemicals, LP	484.00	unsecured
165	*4775	LCS CONSTRUCTORS	Equistar Chemicals, LP	7,915.00	unsecured
166	*5375	PETRO CHEM REFRIGERATION INC	Equistar Chemicals, LP	8,622.00	unsecured
167	*5646	RELCO LOCOMOTIVES INC	Equistar Chemicals, LP	27,581.00	unsecured
168	*5816	SAVVY BUSINESS MATTERS LLC	Equistar Chemicals, LP	2,629.00	unsecured
169	*6022	STARSUPPLY PETROLEUM INC	Equistar Chemicals, LP	630.00	unsecured
170	*7250	DE LAGE LANDEN FINANCIAL SERVICES I	Equistar Chemicals, LP	11,955.00	unsecured
171	*7832	PRESSURE PRODUCTS INDUSTRIES INC	Equistar Chemicals, LP	24,671.00	unsecured

* Scheduled claim.

	Claim No.	Claimant	Asserted Against	\$ Amount	Priority
172	*8570	CITICORP DEL-LEASE	Equistar Chemicals, LP	1,693.00	unsecured
173	*9161	DRAGO SUPPLY CO	Equistar Chemicals, LP	72.00	unsecured
174	*9418	W NORMAN PHILLIPS JR	Equistar Chemicals, LP	11,005.00	unsecured
175	*9623	KEVIN CADENHEAD	Equistar Chemicals, LP	9,807.00	unsecured
176	96	ANGEL'S IND. CATERERS TX LLC	Houston Refining LP	14,336.00	unsecured
177	221	STEWART & STEVENSON LLC	Houston Refining LP	29,231.00	unsecured
178	234	KONECRANES INC.	Houston Refining LP	268,813.00	unsecured
179	363	BAYOU CITY ENVIRONMENTAL SERVICES, LP	Houston Refining LP	58,983.00	unsecured
180	1471	BRIGGS EQUIPMENT INC	Houston Refining LP	7,949.00	unsecured
181	1677	HOLES INC	Houston Refining LP	550.00	unsecured
182	2001	WAID AND ASSOCIATES	Houston Refining LP	64,591.86	unsecured
183	2314	ARGO INTL SVCS LTD	Houston Refining LP	3,013.00	unsecured
184	2561	TECON SERVICES INC.	Houston Refining LP	243,167.00	unsecured
185	2643	DANMAR INDUSTRIES INC	Houston Refining LP	13,469.00	unsecured
186	3068	NATIONAL OILWELL VARCO LP	Houston Refining LP	18,301.00	unsecured
187	3966	ALLOMETRICS INC	Houston Refining LP	336.00	unsecured
188	4376	I T S VENEZUELA C A	Houston Refining LP	20,281.00	unsecured
189	4805	LIBERTY TOWER AND FLARE INC	Houston Refining LP	20,193.00	unsecured
190	4855	M&M PROTECTION LLC	Houston Refining LP	204.00	unsecured
191	5686	GULFSTREAM LEGAL GROUP LLC	Houston Refining LP	2,619.00	unsecured
192	6751	BOWLING BICYCLES	Houston Refining LP	126.77	unsecured
193	6838	CALLIDUS TECHNOLOGIES INC	Houston Refining LP	1,487.00	unsecured
194	7054	BRYAN CAVE LLP	Houston Refining LP	77,801.00	unsecured
195	7161	CCS PRESENTATION SYSTEMS INC	Houston Refining LP	559.00	unsecured
196	7779	CHEETAH LOGISTICS	Houston Refining LP	647.61	unsecured
197	8127	TOWER PERFORMANCE INC	Houston Refining LP	392.87	unsecured
198	12095	RPS JDC INC (FORMERLY JD CONSULTING, LP)	Houston Refining LP	5,662.00	unsecured
199	12636	EGGELHOF INCORPORATED	Houston Refining LP	8.00	unsecured
200	12813	HUNTER LEASING LP	Houston Refining LP	110,779.00	unsecured
201	900204002	MODULAR SPACE CORPORATION	Houston Refining LP	8,614.00	unsecured
202	901217003	TECH-QUIP, INC.	Houston Refining LP	5,122.00	unsecured
203	901264002	TECHNICAL AUTOMATION SERVICE CORP.	Houston Refining LP	22,218.00	unsecured
204	*4507	INTERSTATE POWERCARE	Houston Refining LP	5,700.00	unsecured
205	*7021	ANIXTER	Houston Refining LP	28,739.00	unsecured
206	8204	PORTELA, MARIO	Lyondell Chemical Europe, Inc.	76,767.00	unsecured

* Scheduled claim.

	Claim No.	Claimant	Asserted Against	\$ Amount	Priority
207	*9528	BART DE JONG	Lyondell Chemical Europe, Inc.	115,988.00	unsecured
208	4039	ATLAS COPCO COMPRESSORS LLC	LyondellBasell Advanced Polyolefins USA Inc.	7,403.13	unsecured
209	*4531	iPass, Inc.	LyondellBasell Advanced Polyolefins USA Inc.	7,015.00	unsecured

* Scheduled claim.

Exhibit 2

**Completed Cases and
Completed Case Debtors**

	Case No.	Completed Case Debtor
1	09-10033	Basell USA Inc.
2	09-12940	Basell Capital Corporation
3	09-10021	Basell Finance USA Inc.
4	09-10048	Basell Germany Holdings GmbH
5	09-12942	Basell Impact Holding Company
6	09-10034	Basell North America Inc.
7	09-12943	Equistar Bayport, LLC
8	09-10036	Equistar Chemicals, LP
9	09-10038	Houston Refining LP
10	09-10045	LBI Acquisition LLC
11	09-10025	LBIH LLC
12	09-10067	Lyondell (Pelican) Petrochemical L.P. 1, Inc.
13	09-10050	Lyondell Asia Pacific, Ltd.
14	09-12949	Lyondell Bayport, LLC
15	09-10051	Lyondell Chemical Delaware Company
16	09-10052	Lyondell Chemical Espana Co.
17	09-10053	Lyondell Chemical Europe, Inc.
18	09-12950	Lyondell Chemical Holding Company
19	09-10054	Lyondell Chemical International Co.
20	09-10055	Lyondell Chemical Nederland, Ltd.
21	09-10056	Lyondell Chemical Products Europe, LLC
22	09-10057	Lyondell Chemical Properties, L.P.
23	09-10101	Lyondell Chemical Technology 1 Inc.
24	09-10058	Lyondell Chemical Technology Management, Inc.
25	09-10059	Lyondell Chemical Technology, L.P.
26	09-12952	Lyondell Chemical Wilmington, Inc.
27	09-10060	Lyondell Chimie France LLC
28	09-10026	Lyondell Europe Holdings Inc.
29	09-12945	Lyondell General Methanol Company
30	09-10061	Lyondell Greater China, Ltd.
31	09-10028	Lyondell Houston Refinery Inc.
32	09-12947	Lyondell Intermediate Holding Company
33	09-10062	Lyondell LP3 GP, LLC
34	09-10063	Lyondell LP3 Partners, LP
35	09-10029	Lyondell LP4 Inc.
36	09-10030	Lyondell Petrochemical L.P. Inc.
37	09-10064	Lyondell Refining Company LLC
38	09-10094	Lyondell Refining I LLC
39	09-10065	LyondellBasell Advanced Polyolefins USA Inc.
40	09-12519	LyondellBasell AF GP S.à.r.l.
41	09-10066	LyondellBasell Finance Company
42	09-12518	LyondellBasell Industries AF S.C.A.
43	09-10072	Lyondell-Equistar Holdings Partners
44	09-10080	Nell Acquisition (US) LLC